

11 CIV 6916

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

FEDERAL HOUSING FINANCE AGENCY, AS  
CONSERVATOR FOR THE FEDERAL NATIONAL  
MORTGAGE ASSOCIATION AND THE FEDERAL  
HOME LOAN MORTGAGE CORPORATION,

Plaintiffs,

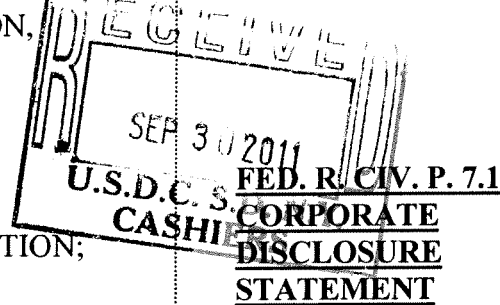
v.

COUNTRYWIDE FINANCIAL CORPORATION;  
COUNTRYWIDE HOME LOANS, INC.;  
COUNTRYWIDE CAPITAL MARKETS, LLC;  
COUNTRYWIDE SECURITIES CORPORATION;  
CWALT INC.; CWABS, INC.; CWMBS, INC.; BANK  
OF AMERICA CORPORATION; BANK OF  
AMERICA, N.A.; NB HOLDINGS CORPORATION;  
BANC OF AMERICA SECURITIES LLC; CITIGROUP  
GLOBAL MARKETS, INC.; DEUTSCHE BANK  
SECURITIES INC.; RBS SECURITIES, INC. (f/k/a  
GREENWICH CAPITAL MARKETS, INC.); UBS  
SECURITIES, LLC; N. JOSHUA ADLER; THOMAS H.  
BOONE; JEFFREY P. GROGIN; RANJIT KRIPALANI;  
STANFORD KURLAND; THOMAS KEITH  
MCLAUGHLIN; JENNIFER S. SANDEFUR; ERIC  
SIERACKI; DAVID A. SPECTOR,

Defendants.

Case No.

ECF Case

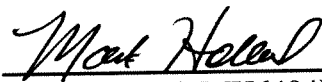


Pursuant to Federal Rule of Civil Procedure 7.1, Countrywide Financial Corporation, Countrywide Home Loans, Inc., Countrywide Capital Markets, LLC, Countrywide Securities Corporation, CWALT, Inc., CWABS, Inc. and CWMBS, Inc. (together, the “Countrywide Defendants”), by and through their undersigned counsel hereby certify that the following listed parties may have a pecuniary interest in the outcome of this case. These representations are made to enable the Court to evaluate possible disqualification or recusal.

Countrywide Securities Corporation is a subsidiary of Countrywide Capital Markets, Incorporated. Bank of America Corporation (“Bank of America”) is the ultimate parent to all of the Countrywide Defendants and their parent companies. Bank of America is a publicly held corporation whose shares are traded on the New York Stock Exchange. It has no parent corporation, and no publicly-held corporation owns more than 10% of Bank of America’s shares.

Dated: September 30, 2011

Respectfully submitted,



Mark Holland (MH6494)  
mholland@goodwinprocter.com  
GOODWIN PROCTER LLP  
The New York Times Building  
620 Eighth Avenue  
New York, NY 10018-1405  
Tel. (212) 813-8800

Brian E. Pastuszenski (*pro hac vice* application forthcoming)  
bpastuszenski@goodwinprocter.com  
Don M. Kennedy (*pro hac vice* application forthcoming)  
dkennedy@goodwinprocter.com  
John J. Falvey (*pro hac vice* application forthcoming)  
jfalvey@goodwinprocter.com  
John B. Daukas (*pro hac vice* application forthcoming)

jdaukas@goodwinprocter.com  
Alexis L. Shapiro (AS7538)  
ashapiro@goodwinprocter.com  
GOODWIN PROCTER LLP  
53 State Street  
Boston, MA 02110  
Tel. (617) 570-1000

*Attorneys for Defendants Countrywide Financial Corporation,  
Countrywide Home Loans, Inc., Countrywide Capital Markets,  
LLC, Countrywide Securities Corporation, CWALT, Inc.,  
CWMBS, Inc., and CWABS, Inc., CWMBS, Inc., and N. Joshua  
Adler*